

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF TEXAS

Case number (if known)

Chapter

11☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/19

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Marshall Broadcasting Group, Inc.

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 46-5727805

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

**8323 Southwest Freeway
Suite 433
Houston, TX 77074**

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

Harris

County

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) https://mbgroup.tv

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: _____

Debtor **Marshall Broadcasting Group, Inc.**
Name

Case number (if known)

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

5151**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No.☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☒ No☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor	_____	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor **Marshall Broadcasting Group, Inc.**
Name

Case number (if known)

11. Why is the case filed in this district?*Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (*Check all that apply.*)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other _____**Where is the property?** _____

Number, Street, City, State & ZIP Code

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors☒ 1-49☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☒ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☒ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **Marshall Broadcasting Group, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **December 3, 2019**
MM / DD / YYYY**X /s/ Pluria Marshall Jr.**
Signature of authorized representative of debtor

Title **C.E.O.****Pluria Marshall Jr.**
Printed name**18. Signature of attorney****X /s/ Jason S. Brookner**
Signature of attorney for debtorDate **December 3, 2019**
MM / DD / YYYY**Jason S. Brookner**
Printed name**Gray Reed & McGraw LLP**
Firm name**1300 Post Oak Blvd., Suite 2000**
Houston, TX 77056
Number, Street, City, State & ZIP CodeContact phone **(713) 986-7000**Email address **jbrookner@grayreed.com****Texas Bar No. 24033684**
Bar number and State

MARSHALL BROADCASTING GROUP, INC.

CERTIFICATE OF RESOLUTIONS

At a special meeting of the Board of Directors of Marshall Broadcasting Group, Inc., a Texas corporation, (the “Company”) held on November 30, 2019, the following resolutions were consented to and duly adopted in accordance with the requirements of the Texas Business Organizations Code.

RESOLVED, that, in the good faith exercise of reasonable business judgment of the Board of Directors, it is desirable and in the best interests of the Company, its creditors, stockholders, and other interested parties that the Company shall be and hereby is authorized to file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”). Counsel is authorized in its discretion, but not directed, to file such voluntary chapter 11 petition at the appropriate time;

RESOLVED, that Pluria Marshall Jr. (“Authorized Signatory”), be and hereby is authorized, empowered, and directed, to execute, file, or cause to be filed, deliver and verify any and all voluntary petitions and amendments thereto under chapter 11 of the Bankruptcy Code (the “Chapter 11 Case”), to cause the same to be filed in a court of proper jurisdiction (the “Bankruptcy Court”), and to execute and file or cause to be filed with the Bankruptcy Court all petitions, schedules, lists and other motions, papers or documents, and to take any and all action that he deems necessary or proper to obtain necessary relief;

RESOLVED, that the Authorized Signatory be, and hereby is, authorized and directed to retain the law firms of Levene, Neale, Bender, Yoo & Brill L.L.P. (“LNBYB”) as general bankruptcy counsel and Gray Reed & McGraw LLP (“Gray Reed”) as local bankruptcy counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights and obligations; and in connection therewith, the Authorized Signatory, with power of delegation, is hereby authorized and directed to execute appropriate agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of LNBYB and Gray Reed;

RESOLVED, that the Authorized Signatory be, and hereby is, authorized and directed to employ any other professionals to assist the Company in carrying out its

duties under the Bankruptcy Code; and in connection therewith, the Authorized Signatory, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers and fees, and cause to be filed appropriate applications for authority to retain the services of any other professionals as necessary;

RESOLVED, that the Authorized Signatory, and any employees or agents (including counsel) designated by or directed by the Authorized Signatory (each such designee being an “Authorized Designee” and collectively being the “Authorized Designees” and, together with the Authorized Signatory, the “Authorized Persons”), be, and each hereby is, authorized, empowered and directed, to execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers, and to take and perform any and all further acts and deeds which he or she deems necessary, proper or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

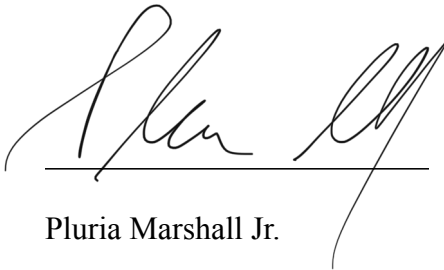
RESOLVED, that, in connection with the commencement of the Chapter 11 Case, the Authorized Signatory is authorized and directed to (a) borrow and/or receive funds from and undertake any and all related transactions contemplated thereby (collectively, the “Financing Transactions”) and the Authorized Signatory be, and hereby is, authorized, empowered, and directed to negotiate, execute, and deliver any and all agreements, instruments, or documents, including without limitation, the debtor-in-possession financing agreement, with any party, including existing lenders and sureties, on such terms as may be approved by the Authorized Signatory as reasonably necessary for the continuing conduct of affairs of the Company and (b) pay related fees and grant security interests in and liens on some, all, or substantially all of the Company’s assets, as may be deemed necessary by the Authorized Signatory, in connection with such borrowings;

RESOLVED, that, in connection with the commencement of the Chapter 11 Case, the Authorized Signatory is authorized and directed to seek approval of a cash collateral order in interim and final form (“Cash Collateral Order”) and the Authorized Signatory be, and hereby is, authorized, empowered, and directed to negotiate, execute, and deliver any and all agreements, instruments, or documents, by or on behalf of the Company, necessary to implement the Cash Collateral Order, as well as any additional or further agreements for the use of cash collateral in connection with the Company’s Chapter 11 Case, which agreement(s) may require the Company to grant liens to the Company’s existing lenders;

RESOLVED, that in addition to the specific authorizations previously conferred upon the Authorized Signatory, the Authorized Signatory (and his designees and delegates) be, and hereby is, authorized and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge and deliver any and all such agreements, certificates, instruments and other documents as may be necessary, advisable or desirable to fully carry out and accomplish the purposes of these Resolutions; and

RESOLVED, that any and all past actions heretofore taken by the Authorized Signatory in the name and on behalf of the Company in furtherance of any or all of the preceding Resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects.

IN WITNESS WHEREOF, the undersigned, being the sole director of the Company, hereby certifies that the foregoing accurately reflects the resolutions adopted by the Board of Directors.

A handwritten signature in black ink, appearing to read 'Pluria Marshall Jr.', is written over a horizontal line. The signature is stylized with a large initial 'P' and a long, sweeping underline that extends to the right.

Pluria Marshall Jr.

Chairman of the Board of Directors

Fill in this information to identify the case:

Debtor name **Marshall Broadcasting Group, Inc.**
 United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF TEXAS**
 Case number (if known): _____

☐ Check if this is an
 amended filing

Official Form 204
Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders
12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
20th Century Fox TV Syndication 2121 Avenue of the Stars 31st Floor Los Angeles, CA 90067	James Rothbart 310-369-2298	Trade				\$10,850.00
A.S.C.A.P. 250 W 57th St Licensing 14th Flr New York, NY 10107	800-99-ASCAP	Trade				\$4,800.00
American Tower LLC 10 Presdential Way Woburn, MA 01801	781-926-7899	Trade				\$9,900.00
B.M.I. PO Box 637500 Cincinnati, OH 45263-7500	615-401-2951	Trade				\$5,500.00
Buena Vista Television 500 South Buena Vista St Burbank, CA 56216-9327	915-580-0024	Trade				\$4,333.00
Crown Castle 2000 Corporation Dr Canonburg, PA 15317	724-416-2000	Trade				\$25,000.00
Entertainment Studios 1925 Century Park East Floor 10 Los Angeles, CA 90067	Byron Allen 310-277-3500	Trade				\$2,167.00

Debtor **Marshall Broadcasting Group, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
FOX Broadcasting 2121 Avenue of the Stars 31st Floor Los Angeles, CA 90067	Susan Chalfant 310-369-2170	Trade				\$3,500.00
FOX First Run, LLC 2121 Avenue of the Stars 31st Floor Los Angeles, CA 90067	Patrcia Schned 310-584-3342	Trade				\$1,842.00
FOX News Network Edge 1211 Ave of the Americas 2nd Floor New York, NY 10036	212-301-3545	Trade				\$6,000.00
Fremantle - Debmar Mercury 2700 Colorado Ave Santa Monica, CA 90404	Jim Kramer 310-393-6000	Trade				\$2,208.00
Green Mountain Energy PO Box 328 Houston, TX 77001	Accounts Payable 866-280-3603	Utilities				\$5,975.00
Katz Media Group 125 West 55th St. New York, NY 10019	Rich Raaf 212-373-8285	Trade				\$9,500.00
KSHV 3150 North Market St Shreveport, LA 71107	318-629-6000	Trade				\$3,300.00
MidAmerican Energy Co. PO Box 8020 Davenport, IA 52808	Accounts Payable 888-427-5632	Utilities				\$6,350.00
Millenium Sales & Marketing Co. 125 W. 55th St New York, NY 10019-5366	Rich Raaf 212-373-8285	Trade				\$1,750.00
Mission Broadcasting Inc. 901 Indiana Ave Suite 375 Wichita Falls, TX 76301	Dennis Thatcher 440-526-2227	Trade				\$1,700.00

Debtor **Marshall Broadcasting Group, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Nexstar Media Group Inc. 545 E. Carpenter Frwy 120 Irving, TX 75062	(972) 373-8800	SSA and JSA fees (net of offsets for amounts owed by Nexstar to Debtor)	Disputed Subject to Setoff			\$15,284,158.00
SESAC PO Box 3058 Lafayette, LA 70502	866-218-5823	Trade				\$2,500.00
Warner Bros 4000 Warner Blvd The Triangle Bldg Burbank, CA 91522	Rick Meril 516-801-2059	Trade				\$23,177.00

**United States Bankruptcy Court
Southern District of Texas**

In re **Marshall Broadcasting Group, Inc.**

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the C.E.O. of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **December 3, 2019**

/s/ Pluria Marshall Jr.

Pluria Marshall Jr./C.E.O.

Signer/Title

20th Century Fox TV Syndication
2121 Avenue of the Stars
31st Floor
Los Angeles, CA 90067

A.S.C.A.P.
250 W 57th St
Licensing 14th Flr
New York, NY 10107

American Tower LLC
10 Presdential Way
Woburn, MA 01801

B.M.I.
PO Box 637500
Cincinnati, OH 45263-7500

Bank of America, as Collateral Agent
222 Broadway, 14th Floor
MC NY3-222-14-03
New York, NY 10038

Buena Vista Television
500 South Buena Vista St
Burbank, CA 56216-9327

CBS Television Distribution
2450 Colorado Ave
Santa Monica, CA 90404

Corpo
POB 677458
Dallas, TX 75267-7458

Crown Castle
2000 Corporation Dr
Canonburg, PA 15317

Debmar Mercury LLC
2700 Colorado Ave
Santa Monica, CA 90404

Entertainment Studios
1925 Century Park East
Floor 10
Los Angeles, CA 90067

FOX Broadcasting
2121 Avenue of the Stars
31st Floor
Los Angeles, CA 90067

FOX First Run, LLC
2121 Avenue of the Stars
31st Floor
Los Angeles, CA 90067

FOX News Network Edge
1211 Ave of the Americas
2nd Floor
New York, NY 10036

Fremantle - Debmar Mercury
2700 Colorado Ave
Santa Monica, CA 90404

Green Mountain Energy
PO Box 328
Houston, TX 77001

Katz Media Group
125 West 55th St.
New York, NY 10019

KSHV
3150 North Market St
Shreveport, LA 71107

MidAmerican Energy Co.
PO Box 8020
Davenport, IA 52808

Millenium Sales & Marketing Co.
125 W. 55th St
New York, NY 10019-5366

Miller Kaplan Arase LLP
3510 N Market St
Shreveport, LA 71107-4005

Mission Broadcasting Inc.
901 Indiana Ave
Suite 375
Wichita Falls, TX 76301

Mission Broadcasting, Inc.
901 Indiana Ave., Suite 375
Wichita Falls, TX 76301-6719

National Association of Broadcasters
PO Box 418936
Boston, MA 02241

Nexstar Broadcasting Inc.
545 E. John Carpenter Freeway
Ste 700
Irving, TX 75039

Nexstar Media Group Inc.
545 E. Carpenter Frwy 120
Irving, TX 75062

Praxair Distribution Inc.
Dept CH 10660
Palatine, IL 60055-0660

SESAC
PO Box 3058
Lafayette, LA 70502

Universal City Studios
100 Universal City Plaza
Bldg 5511, 5th Floor
Universal City, CA 91608

Warner Bros
4000 Warner Blvd
The Triangle Bldg
Burbank, CA 91522

Exhibit B-1 to Appendix 5005: If filing petition and all schedules/statements simultaneously

United States Bankruptcy Court
Southern District of Texas

In re **Marshall Broadcasting Group, Inc.**

Debtor(s)

Case No.

Chapter

11

**DECLARATION FOR ELECTRONIC FILING OF BANKRUPTCY
PETITION, LISTS, STATEMENTS, AND SCHEDULES**

PART I: DECLARATION OF PETITIONER:

As an individual debtor in this case, or as the individual authorized to act on behalf of the corporation, partnership, or limited liability company seeking bankruptcy relief in this case, I hereby request relief as, or on behalf of, the debtor in accordance with the chapter of title 11, United States Code, specified in the petition to be filed electronically in this case. I have read the information provided in the petition, lists, statements, and schedules to be filed electronically in this case and ***I hereby declare under penalty of perjury*** that the information provided therein, as well as the social security information disclosed in this document, is true and correct. I understand that this Declaration is to be filed with the Bankruptcy Court within five (5) business days after the petition, lists, statements, and schedules have been filed electronically. I understand that a failure to file the signed original of this Declaration will result in the dismissal of my case.

■ I hereby further declare under penalty of perjury that I have been authorized to file the petition, lists, statements, and schedules on behalf of the debtor in this case.

Date: **December 3, 2019****/s/ Pluria Marshall Jr.****Pluria Marshall Jr., C.E.O.****PART II: DECLARATION OF ATTORNEY:**

I declare ***under penalty of perjury*** that: (1) I will give the debtor(s) a copy of all documents referenced by Part I herein which are filed with the United States Bankruptcy Court; and (2) I have informed the debtor(s), if an individual with primarily consumer debts, that he or she may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

Date: **December 3, 2019****/s/ Jason S. Brookner**

Jason S. Brookner, Attorney for Debtor
1300 Post Oak Blvd., Suite 2000
Houston, TX 77056
(713) 986-7000